Clay County Medical Center Board of Trustees

Thursday, March 16, 2017
2:50 p.m.
Board Room

Minutes

BOARD MEMBERS PRESENT	OTHER PERSONS PRESENT
Lori Penner	Austin Gillard, CEO
Terri Parry	Joel Mason, Attorney
Sandy Fox	Health Facilities Group
Jeff Yarrow	
Richard Cott	

CALL TO ORDER

Lori Penner, President, called the meeting to order at 2:50 p.m.

The Board met with the architects from Health Facilities Group. At the end of that meeting, Jeff Yarrow moved, Richard Cott seconded for the board to go into executive session for 15 minutes for attorney-client privilege. Motion carried 4-0. The board went into executive session at 3:32 p.m. and came out at 3:45 p.m. All 5 board members plus Joel Mason were present.

CALL TO ORDER 2ND MEETING EXECUTIVE SESSION

After the groundbreaking, the board met at 4:45 p.m. for dinner and the CEO evaluation. Sandy Fox moved, Terri Parry seconded to go into executive session for non-elected personnel matters for a period of 2 1/2 hours. Motion carried 4-0. Just board members met at 5:00 p.m. Austin joined the group at 7:15 p.m. His evaluation was completed, which included reviews solicited from the department heads. The board came out of executive session at 7:30 p.m.

The Board wanted to publicly acknowledge the significant increase in the scope of CEO responsibilities. These include employing and recruiting physicians as well as management of the CCFP Clinic including its satellites. CCMC has also recently added new services such as the Walk-in Clinic. With these factors in mind and upon reviewing the very positive evaluations from both Board members and Department Heads, Richard Cott moved, and Sandy Fox seconded, a salary adjustment to bring Austin to the 75th percentile for Critical Access Hospital CEOs in the most recent KHA salary survey. Further, in recognition of the excellent work to bring the institution back to financial stability and in light of the ongoing responsibility of oversight of the major building and remodeling project, Austin will be paid four quarterly bonuses equal to 9.4% of his 2016 salary. Motion passed 4-0.

Terri Parry moved, Jeff Yarrow seconded, amending Austin's employment agreement with one year remaining to a 5-year agreement with these changes to the current contract:

- Delete section 5 (a) regarding student loan repayments.
- Section 5 (b): Language shall be changed from "CEO and his spouse" to "CEO, his spouse and family."
- Delete section 9 regarding moving expenses.
- Section 10 (a) If termination by the hospital is made without cause, the severance benefit will be equal to one year's salary plus one year's health insurance.
- Section 10(c) iii If termination by Hospital is with cause for the disability reasons mentioned in this section only, there will be a severance benefit equal to 6 months of salary and 6 months of health insurance.

The new salary and contract will begin April 30, 2017. Motion passed 4-0. Meeting adjourned at 8:00 p.m.

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Minutes recorded by Lori Penner, Board Chairman